

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
:   
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
:   
Debtors. : (Jointly Administered)  
:  
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**ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007  
DISALLOWING AND EXPUNGING (A) DUPLICATE OR AMENDED CLAIMS AND (B)  
PROTECTIVE CLAIMS IDENTIFIED IN FOURTEENTH OMNIBUS CLAIMS OBJECTION**

**("FOURTEENTH OMNIBUS CLAIMS OBJECTION ORDER")**

Upon the Fourteenth Omnibus Objection (Procedural) Pursuant To 11 U.S.C.  
§ 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims And (B)  
Protective Claims, dated May 22, 2007 (the "Fourteenth Omnibus Claims Objection")<sup>1</sup> of Delphi  
Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the  
above-captioned cases (collectively, the "Debtors"); and upon the record of the hearing held on  
the Fourteenth Omnibus Claims Objection; and after due deliberation thereon; and good and  
sufficient cause appearing therefor,

**IT IS HEREBY FOUND AND DETERMINED THAT:<sup>2</sup>**

A. Each holder of a claim (as such term is defined in 11 U.S.C. § 101(5) (as  
to each, a "Claim")) listed on Exhibit A attached hereto was properly and timely served with a

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<sup>1</sup> Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the  
Fourteenth Omnibus Claims Objection.

<sup>2</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings  
of fact when appropriate. See Fed. R. Bankr. P. 7052.

copy of the Fourteenth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Fourteenth Omnibus Claims Objection, and the notice of the deadline for responding to the Fourteenth Omnibus Claims Objection. No other or further notice of the Fourteenth Omnibus Claims Objection is necessary.

B. The Court has jurisdiction over the Fourteenth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Fourteenth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Fourteenth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Claims listed on Exhibit A hereto under the column heading "Claim To Be Expunged" are either duplicates of other Claims filed with the Court or have been amended or superseded by later-filed Claims.

D. The relief requested in the Fourteenth Omnibus Claims Objection is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Each "Claim To Be Expunged" listed on Exhibit A hereto is hereby disallowed and expunged in its entirety. Those Claims identified on Exhibit A as "Surviving Claims" shall remain on the Debtors' claims register, but shall remain subject to future objection by the Debtors and other parties-in-interest.

2. With respect to each Claim for which a Response to the Fourteenth Omnibus Claims Objection has been filed and served, and which has not been resolved by the parties, all of which Claims are listed on Exhibits B-1 and B-2 hereto, the hearing regarding the objection to each such Claim is adjourned to a future hearing date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order; provided, however, that such adjournment shall be without prejudice to the Debtors' right to assert that any such Responses were untimely filed or otherwise deficient under the Claims Objection Procedures Order.

3. Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases, or to further object to Claims that are the subject of the Fourteenth Omnibus Claims Objection; provided, however, that solely to the extent that (a) a claimant filed duplicative claims against different Debtors for the same asserted obligation (the "Multiple Debtor Duplicative Claims") and (b) certain of such claimant's Multiple Debtor Duplicative Claims are being disallowed and expunged hereby, if one of the Multiple Debtor Duplicative Claims was originally filed against the correct Debtor, the Debtors shall not seek to have the claimant's remaining Multiple Debtor Duplicative Claim (the "Remaining Claim") disallowed and expunged solely on the basis that such Remaining Claim is asserted against the incorrect Debtor. For the avoidance of doubt, except as expressly provided in the preceding sentence, the Remaining Claims shall remain subject to further objection on any grounds whatsoever, including, without limitation, that any such Remaining Claim is asserted against the incorrect Debtor if the claimant did not file a Multiple Debtor Duplicative Claim against the correct Debtor. Nothing contained herein shall restrict the Debtors from objecting to any Remaining Claim or restrict any holder of a Remaining Claim from seeking relief from this

Court for the purposes of requesting that this Court modify the Remaining Claim to assert such Remaining Claim against a different Debtor.

4. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

5. This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Fourteenth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

6. Each of the objections by the Debtors to each Claim addressed in the Fourteenth Omnibus Claims Objection and set forth on Exhibits A, B-1, and B-2 hereto constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Fourteenth Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

7. Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.

8. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Fourteenth Omnibus Claims Objection.

Dated: New York, New York  
June \_\_, 2007

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UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A - DUPLICATE OR AMENDED CLAIMS**

CLAIM TO BE EXPUNGED		SURVIVING CLAIM	
Claim Number: 1117 Date Filed: 12/12/2005 Creditor's Name and Address: HUBERT STUEKEN GMBH CO KG HAYNSWORTH SINKLER BOYD PA PO BOX 11889 COLUMBIA, SC 29211	Debtor: DELPHI CORPORATION (05-44481)  Secured: \$678,789.76  Priority  Administrative:  Unsecured: \$63,630.82  Total: \$742,420.58	Claim Number: 10375 Date Filed: 07/24/2006 Creditor's Name and Address: HAIN CAPITAL HOLDINGS LLC 301 RTE 17 6TH FL RUTHERFORD, NJ 07070	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority:  Administrative:  Unsecured: \$774,931.06  Total: \$774,931.06
Claim Number: 630 Date Filed: 11/16/2005 Creditor's Name and Address: IBM CREDIT LLC TWO LINCOLN CTR OAKBROOK TERRACE, IL 60181	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority  Administrative:  Unsecured: \$6,724.00  Total: \$6,724.00	Claim Number: 680 Date Filed: 11/18/2005 Creditor's Name and Address: IBM CORPORATION TWO LINCOLN CTR OAKBROOK TER, IL 60181	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority:  Administrative:  Unsecured: \$514,319.83  Total: \$514,319.83
Claim Number: 16323 Date Filed: 09/18/2006 Creditor's Name and Address: MISSISSIPPI STATE TAX COMMISSION PO BOX 22808 JACKSON, MS 39225-2808	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority \$347,412.16  Administrative:  Unsecured:  Total: \$347,412.16	Claim Number: 16588 Date Filed: 03/26/2007 Creditor's Name and Address: MISSISSIPPI STATE TAX COMMISSION ATTN BRENDA T CARTER PO BOX 22808 JACKSON, MS 39225-2808	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority: \$1,493,708.93  Administrative:  Unsecured: \$32,442.36  Total: \$1,526,151.29
Claim Number: 16574 Date Filed: 03/15/2007 Creditor's Name and Address: P AND R COMMUNICATIONS 731 E FIRST ST DAYTON, OH 45401	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority  Administrative:  Unsecured: \$10,073.40  Total: \$10,073.40	Claim Number: 9214 Date Filed: 07/10/2006 Creditor's Name and Address: P & R COMMUNICATIONS SERVICE INC 731 E 1ST ST DAYTON, OH 45402	Debtor: DELPHI CORPORATION (05-44481)  Secured:  Priority:  Administrative:  Unsecured: \$13,434.96  Total: \$13,434.96

**Total Claims to be Expunged:**

4

**Total Asserted Amount to be Expunged:**

**\$1,106,630.14**

**EXHIBIT B-1 - ADJOURNED DUPLICATE OR AMENDED CLAIMS**

CLAIM TO BE EXPUNGED		SURVIVING CLAIM	
Claim Number: 16541 Date Filed: 02/13/2007 Creditor's Name and Address: CONTRARIAN FUNDS LLC 411 W PUTNAM AVE S 225 GREENWICH, CT 06830	Debtor: DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)  Secured: Priority Administrative: Unsecured: \$31,991.00  Total: \$31,991.00	Claim Number: 6321 Date Filed: 05/19/2006 Creditor's Name and Address: SSOE INC 1001 MADISON AVE TOLEDO, OH 43624	Debtor: DELPHI CORPORATION (05-44481)  Secured: Priority Administrative: Unsecured: \$31,991.00  Total: \$31,991.00
Claim Number: 12394 Date Filed: 07/28/2006 Creditor's Name and Address: NEC ELECTRONICS AMERICA INC 2880 SCOTT BLVD SANTA CLARA, CA 95052-8062	Debtor: DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)  Secured: \$308,024.19 Priority \$3,424,138.98 Administrative: Unsecured: \$5,984,616.34  Total: \$9,716,779.51	Claim Number: 16368 Date Filed: 10/16/2006 Creditor's Name and Address: NEC ELECTRONICS AMERICA INC 2880 SCOTT BLVD SANTA CLARA, CA 95052-8062	Debtor: DELPHI CORPORATION (05-44481)  Secured: \$308,024.19 Priority: \$3,424,138.98 Administrative: Unsecured: \$6,179,814.90  Total: \$9,911,978.07
Claim Number: 10968 Date Filed: 07/26/2006 Creditor's Name and Address: TAKATA CORPORATION TUGGLE DUGGINS & MESCHAN PA PO BOX 2888 GREENSBORO, NC 27402	Debtor: DELPHI CORPORATION (05-44481)  Secured: Priority Administrative: Unsecured: \$0.00  Total: \$0.00	Claim Number: 10965 Date Filed: 07/26/2006 Creditor's Name and Address: TAKATA CORPORATION TUGGLE DUGGINS & MESCHAN PA PO BOX 2888 GREENSBORO, NC 27402	Debtor: DELPHI TECHNOLOGIES, INC (05-44554)  Secured: Priority Administrative: Unsecured: \$0.00  Total: \$0.00
Claim Number: 10571 Date Filed: 07/25/2006 Creditor's Name and Address: TK HOLDINGS INC AUTOMOTIVE SYSTEMS LABORATORY INC AND TAKATA SEAT BELTS INC TUGGLE DUGGINS & MESCHAN PA PO BOX 2888 GREENSBORO, NC 27402	Debtor: DELPHI CORPORATION (05-44481)  Secured: Priority Administrative: Unsecured: \$0.00  Total: \$0.00	Claim Number: 10570 Date Filed: 07/25/2006 Creditor's Name and Address: TK HOLDINGS INC AUTOMOTIVE SYSTEMS LABORATORY INC AND TAKATA SEAT BELTS INC TUGGLE DUGGINS & MESCHAN PA PO BOX 2888 GREENSBORO, NC 27402	Debtor: DELPHI TECHNOLOGIES, INC (05-44554)  Secured: Priority Administrative: Unsecured: \$0.00  Total: \$0.00

**Total Claims to be Expunged:**

4

**Total Asserted Amount to be Expunged:**

**\$9,748,770.51**

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**EXHIBIT B-2 - ADJOURNED PROTECTIVE CLAIMS**

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
JOHNSON CONTROLS BATTERY GROUP INC SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15513	Secured: Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
JOHNSON CONTROLS BATTERY GROUP INC SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15515	Secured: Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI TECHNOLOGIES, INC (05-44554)
JOHNSON CONTROLS INC AUTOMOTIVE GROUP SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15524	Secured: \$0.00 Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI CORPORATION (05-44481)
JOHNSON CONTROLS INC AUTOMOTIVE GROUP SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15532	Secured: \$0.00 Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI MECHATRONIC SYSTEMS, INC (05-44567)
JOHNSON CONTROLS TECHNOLOGY COMPANY SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15521	Secured: \$0.00 Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI TECHNOLOGIES, INC (05-44554)
JOHNSON CONTROLS TECHNOLOGY COMPANY SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15520	Secured: Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI CORPORATION (05-44481)
JOHNSON CONTROLS TECHNOLOGY COMPANY SACHNOFF & WEAVER LTD 10 S WACKER DR STE 4000 CHICAGO, IL 60606	15519	Secured: Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/31/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)

Total: 7 \$0.00